



Entered on Docket
May 19, 2011

A handwritten signature in dark ink, appearing to read "Linda B. Riegle".

Hon. Linda B. Riegle
United States Bankruptcy Judge

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Attorneys for USACM Liquidating Trust

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

Debtor.

Case No. BK-S-06-10725-LBR

CHAPTER 11

**Order Sustaining Sixth Omnibus Objection
Of USACM Trust To Proofs Of Claim Based
In Whole or In Part Upon Investment In The
Oak Shores II Loan (Except as to Donald
Pinsker)**

Hearing Date: May 9, 2011

Hearing Time: 10:30 a.m.

The Court having considered the "Sixth Omnibus Objection Of USACM Trust To Proofs Of Claim Based In Whole or In Part Upon Investment in The Oak Shores II Loan ("Oak Shores") [DE 8309] (the "Objection"); the Court having heard the Objection on May 9, 2011; appropriate notice of the Objection having been given; An informal response

1 was received from Donald H. Pinsker; no other responses to the Objection were received
2 or having been filed; the Court noting on the record that the disallowance of the Claims
3 listed on Exhibit A does not affect the direct lenders' right to repayment by the borrower
4 or from the collateral securing the Oak Shores II Loan; and good cause appearing:

5 **IT IS ORDERED** that:

- 6 1. The Objection [DE 8309] is sustained; and
7 2. The claims listed on **Exhibit A** (except Donald Pinsker) attached are
8 disallowed in whole or in part, to the extent that those claims are based upon an
9 investment in the Oak Shores II Loan.

10
11 PREPARED AND RESPECTFULLY SUBMITTED BY:

12 **LEWIS AND ROCA LLP**

13
14 By /s/ John Hinderaker
15 Robert M. Charles, Jr.
16 John Hinderaker (*pro hac vice*)
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21 *Attorneys for USACM Liquidating Trust*
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LOCAL RULE 9021 CERTIFICATION

In accordance with LR 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that (check one):

_____ This Court has waived the requirement set forth in LR 9021(b)(1).

XXX No party appeared at the hearing or filed an objection to the motion.

_____ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

Counsel appearing: _____

_____ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order

U.S. Trustee: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input checked="" type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document
Other Party: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document

Submitted by:
LEWIS AND ROCA LLP

By: /s/ John Hinderaker.
Attorneys for USACM Liquidating Trust

#

Oak Shores II (John E. King)
Multiple Loan Claims

Claim #	Date Claim Filed	Name	Total Claim Amount	Total Claim Amount Relating to Oak Shores II (John E. King) Loan	Unremitted Principal to be Allowed as Claim Relating to the Oak Shores II (John E. King)	Approximate Amount Subject to Objection Because it Relates to an Investment in the Oak Shores II (John E. King) Loan
10725-02170	1/12/2007	Neal, Ronald Douglas 22853 Boxwood Ln Santa Clarita, CA 91390-4155	282,277.38	50,000.00	10,033.44	39,966.56
10725-01923	1/10/2007	O'Riordan, John E & Sonhild A 2745 Hartwick Pines Dr Henderson, NV 89052-7002	3,476,504.52	325,000.00	65,217.39	259,782.61
10725-01865	1/10/2007	Oosthuizen, Adrian Jr 5860 Lausanne Dr Reno, NV 89511	2,711,295.30	100,000.00	-	100,000.00
10725-02550	6/18/2007	Osvaldo Zunino Living Trust Dated 12/18/98 C/O Osvaldo Zunino Trustee 3575 Tioga Way Las Vegas, NV 89109-3340	620,000.00	200,000.00	40,133.78	159,866.22
10725-02423	4/12/2007	Pinsker, Donald H 8650 W Verde Way Las Vegas, NV 89149-4145	1,633,057.16	140,000.00	-	140,000.00
10725-02496	6/4/2007	Richard N Krupp 101 State Pl Ste I Escondido, CA 92029-1365	250,167.22	250,000.00	50,167.22	199,832.78
10725-01409	12/4/2006	Ronning, Grable B PO Box 7804 Incline Village, NV 89452-7804	80,262.00	20,066.89	20,066.89	-

EXHIBIT A

2349823.1

Oak Shores II (John E. King)
Multiple Loan Claims

Claim #	Date Claim Filed	Name	Total Claim Amount	Total Claim Amount Relating to Oak Shores II (John E. King) Loan	Unremitted Principal to be Allowed as Claim Relating to the Oak Shores II (John E. King)	Approximate Amount Subject to Objection Because it Relates to an Investment In the Oak Shores II (John E. King) Loan
10725-00774	10/27/2006	Sklar, Barbara 2429 Bryan Ave Venice Beach, CA 90291	200,000.00	50,000.00	10,033.44	39,966.56
10725-01960	1/10/2007	Souza Jt Ten, David A & Elizabeth M 542 Socorro Ct Reno, NV 89511	1,031,654.42	70,000.00	-	70,000.00
10725-01415	12/4/2006	Spectrum Capital LLC 6167 Jarvis Ave # 304 Newark, CA 94560-1210	40,131.24	10,238.91	10,033.44	205.47

EXHIBIT A

2349823.1